

# REGENERON PHARMACEUTICALS INC

Reported by  
**VAGELOS P ROY**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 08/18/17 for the Period Ending 08/16/17

Address	777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591
Telephone	9143477000
CIK	0000872589
Symbol	REGN
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
VAGELOS P ROY		REGENERON PHARMACEUTICALS INC [ REGN ]		<input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>Chairman of the Board</b>	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
777 OLD SAW MILL RIVER ROAD		8/16/2017			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
TARRYTOWN, NY 10591				<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	8/16/2017		G	V	84613	D	\$0.0	329543	D	
Common Stock	8/16/2017		M		153969	A	\$21.92	483512	D	
Common Stock	8/16/2017		F		7159	D	\$471.41	476353	D	
Common Stock	8/16/2017		F		75406	D	\$471.41	400947	D	
Common Stock	8/16/2017		S		10986	D	\$470.17 (1)	389961	D	
Common Stock	8/17/2017		S		1305	D	\$470.0 (2)	388656	D	
Common Stock	8/18/2017		S		2900	D	\$470.15 (3)	385756	D	
Common Stock	7/3/2017		G	V	422	D	\$0.0	150285	I	by CLAT
Common Stock								2300	I	By 401(k) Plan
Common Stock								83652	I	by Spouse as Trustee
Common Stock								1203	I	by trust for grandch (4)

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$21.92	8/16/2017		M		153969		(5)	12/17/2017	Common Stock	153969	\$0.0	153969	D	

### Explanation of Responses:

- Represents volume-weighted average price of sales of 10,986 shares of Company stock on August 16, 2017 at prices ranging from \$470.00 to \$470.95. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on August 16, 2017 at each separate price.
- Represents volume-weighted average price of sales of 1,305 shares of Company stock on August 17, 2017 at prices ranging from \$470.00 to \$470.03. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number of shares sold by the reporting person on August 17, 2017 at each separate price.
- Represents volume-weighted average price of sales of 2,900 shares of Company stock on August 18, 2017 at prices ranging from \$470.00 to \$470.54. Upon request by the Commission staff, the Company, or a security holder of the Company, the reporting person will provide full information regarding the number

of shares sold by the reporting person on August 18, 2017 at each separate price.

- (4) By a trust for the benefit of certain grandchildren of the reporting person, of which the reporting person and/or the spouse of the reporting person is trustee.
- (5) The stock option award (combined incentive stock option and non-qualified stock option) vests in four equal annual installments, commencing one year after the date of grant.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>VAGELOS P ROY 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591</b>	<b>X</b>		<b>Chairman of the Board</b>	

**Signatures**

/s/\*\*P. Roy Vagelos

8/18/2017

—Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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